

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

**IN RE PAYMENT CARD INTERCHANGE  
FEE AND MERCHANT DISCOUNT  
ANTITRUST LITIGATION**

**This Document Relates to:**

*Manheim, Inc. v. Visa, Inc., et al.*, No. 13-cv-05344 (E.D.N.Y.) (JG) (JO).

*AutoTrader Group, Inc. v. Visa, Inc., et al.*, No. 13-cv-05345 (E.D.N.Y.) (JG) (JO).

*Cox Media Group, LLC v. Visa, Inc., et al.*, No. 13-cv-05346 (E.D.N.Y.) (JG) (JO).

*Cox Communications, Inc. v. Visa, Inc., et al.*, No. 13-cv-05347 (E.D.N.Y.) (JG) (JO).

*Cox Enterprises, Inc. v. Visa, Inc., et al.*, No. 13-cv-05348 (E.D.N.Y.) (JG) (JO).

**No. 14-md-01720 (JG) (JO)**

**PLAINTIFFS' STIPULATION AND  
ORDER OF DISMISSAL WITH  
PREJUDICE OF ALL CLAIMS  
AGAINST THE VISA DEFENDANTS  
AND THE MASTERCARD  
DEFENDANTS**

WHEREAS plaintiffs in the actions *Manheim, Inc. v. Visa, Inc., et al.*, No. 13-cv-05344 (E.D.N.Y.) (JG) (JO), *AutoTrader Group, Inc. v. Visa, Inc., et al.*, No. 13-cv-05345 (E.D.N.Y.) (JG) (JO), *Cox Media Group, LLC v. Visa, Inc., et al.*, No. 13-cv-05346 (E.D.N.Y.) (JG) (JO), *Cox Communications, Inc. v. Visa, Inc., et al.*, No. 13-cv-05347 (E.D.N.Y.) (JG) (JO), and *Cox Enterprises, Inc. v. Visa, Inc., et al.*, No. 13-cv-05348 (E.D.N.Y.) (JG) (JO), which are included in *In re Payment Card Interchange Fee and Merchant Discount Antitrust Litigation*, 1:05-md-01720-JG-JO (E.D.N.Y.) (collectively the "Plaintiffs"), having fully settled all of their respective claims against the Defendants Visa U.S.A. Inc., Visa International Service Association, and Visa Inc. (collectively the "Visa Defendants"), and MasterCard International Incorporated and MasterCard Incorporated (collectively the "MasterCard Defendants"), by and through their

undersigned counsel, hereby stipulate and agree, pursuant to Federal Rule of Civil Procedure 41(a)(1)(A)(ii), that Plaintiffs' claims and actions against the Visa Defendants and the MasterCard Defendants be dismissed with prejudice, and with each side to bear its own attorneys' fees and costs.

Accordingly, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that the claims and actions of the Plaintiffs be and hereby are dismissed with prejudice, with each side to bear its own attorneys' fees and costs.

Dated: Nov. 4, 2014.

**STRANGE & CARPENTER**

By: 

Brian R. Strange  
Keith Butler  
12100 Wilshire Blvd., Suite 1900  
Los Angeles, CA 90025  
(310) 207-5055  
lacounsel@earthlink.net

*Attorneys for Plaintiffs in the Manheim, Inc.,  
AutoTrader Group, Inc., Cox Media Group,  
LLC, Cox Communications, Inc., and Cox  
Enterprises, Inc. Actions*

**ARNOLD & PORTER LLP**

By: 

Robert C. Mason  
399 Park Avenue  
New York, NY 10022  
(212) 715-1000  
robert.mason@aporter.com

Robert J. Vizas  
Three Embarcadero Center, 10th Floor  
San Francisco, CA 94111

Mark R. Merley  
Matthew A. Eisenstein  
555 12th Street, NW  
Washington, DC 20004

**HOLWELL SHUSTER & GOLDBERG LLP**

Richard J. Holwell  
Michael S. Shuster  
Demian A. Ordway  
Zachary A. Kerner  
125 Broad Street, 39th Floor  
New York, NY 10004  
(646) 837-5151  
mshushter@hsgllp.com

*Attorneys for Defendants Visa U.S.A. Inc., Visa  
International Service Association, and Visa Inc.*

**WILLKIE FARR & GALLAGHER LLP**

By: 

Matthew Freimuth  
Keila D. Ravelo  
Wesley R. Powell  
787 Seventh Avenue  
New York, NY 10019  
(212) 728-8000  
mfreimuth@willkie.com

**PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP**

Kenneth A. Gallo  
2001 K Street, NW  
Washington, DC 20006  
(202) 223-7300  
kgallo@paulweiss.com

Andrew C. Finch  
Gary R. Carney  
1285 Avenue of the Americas  
New York, NY 10019

*Attorneys for Defendants MasterCard  
Incorporated and MasterCard International  
Incorporated*

**SO ORDERED:**

Dated:

---

Brooklyn, New York

---

United States District Judge